

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

MARK WARREN PEARY,

Plaintiff,

v.

DC COMICS, INC.; DC COMICS; DC ENTERTAINMENT, INC.; WARNER BROS. DISCOVERY, INC.; and DOES 1-10,

Defendants.

Case No. 1:25-cv-00910-JMF

**DECLARATION OF WAYNE M.
SMITH IN SUPPORT OF
DEFENDANTS' MOTION TO DISMISS
PLAINTIFF'S COMPLAINT FOR
LACK OF SUBJECT MATTER
JURISDICTION OR, IN THE
ALTERNATIVE, TO TRANSFER
VENUE**

I, Wayne M. Smith, declare and state as follows:

1. I am an attorney at law, licensed to practice in the State of California, and am employed as Head of Legal of the Warner Bros. Motion Picture Group and DC Studios (“Warner Bros.”). I have been employed by Warner Bros. and/or its affiliated companies for over 25 years, since January 2000, with over 20 years spent in the Warner Bros. Corporate Legal Department in various roles. During my years in the Corporate Legal Department, and continuing in my current role, I developed considerable expertise on the corporate structure of Warner Bros. and its affiliated companies, including DC Comics and its predecessor companies, and have testified under oath, including as a Rule 30(b)(6) witness, and have provided sworn declarations as to such matters on a number of occasions. My job responsibilities at Warner Bros. have included being knowledgeable regarding the corporate history and structure of Warner Bros. and its affiliates, including DC Comics. In order to discharge these responsibilities I maintain records relating to the corporate structure of Warner Bros., its affiliates and their predecessors, including (i) corporate structure books, Annual Reports, Form 10-Ks and Form 10-Qs dating from the 1970s, and (ii) documents relating to the formation of and transfer of assets to the DC Comics partnership. I also have access to and regularly consult the company’s

online corporate structure database hosted by CT Corporation's hCue platform, which contains current and historic corporate information for Warner Bros. and its affiliates (including DC Comics). I submit this declaration in support of Defendants' Motion to Dismiss Plaintiff's Complaint for Lack of Subject Matter Jurisdiction or, in the Alternative, to Transfer Venue. I have personal knowledge of the facts contained within this declaration, and, if called upon as a witness, I could and would testify competently thereto.

2. DC Comics, a named defendant in this action and the entity that holds all rights and title to the Superman character and story, is a general partnership. Its partners are (i) Warner Communications LLC and (ii) E.C. Publications, Inc. E.C. Publications, Inc. is a New York corporation with its principal place of business in California.

3. Attached as **Exhibit 1** hereto is a true and correct copy of E.C. Publications, Inc.'s entity information, as listed on the New York Department of State, Division of Corporations' website as of March 3, 2025. It lists the address of E.C. Publications, Inc.'s (a) chief executive officer and (b) principal executive office as 2900 West Alameda Avenue, Burbank, CA 91505.

4. Attached as **Exhibit 2** hereto is a true and correct copy of Amendment No. 3 to DC Comics Partnership Agreement, dated August 13, 2015. It states that DC Comics' principal and chief executive office is located at 2900 West Alameda Avenue, Burbank, CA 91505. Ex. 2 at 1. It also provides that the address "to be used for the purposes of notices, requests, demands and other communications" for E.C. Publications, Inc. is 2900 West Alameda Avenue, Burbank, CA 91505. *Id.* at 2.

5. Attached as **Exhibit 3** hereto is a true and correct copy of a Certificate of Discontinuance of Business as Partners, filed with the County of New York on October 30, 2015. It states that "the office of the [DC Comics] partnership has relocated to outside the State of New York and the partnership is no longer doing business in New York." Ex. 3 at 2. It further states the residence of E.C. Publications, Inc. as 2900 West Alameda Avenue, Burbank, CA 91505. *Id.*

6. Attached as **Exhibit 4** hereto are true and correct copies of Fictitious Name Statements filed by E.C. Publications, Inc. in Los Angeles County, California on November 4,

2019 and October 30, 2024. Each Fictitious Name Statement states that E.C. Publications, Inc. is operating under the fictitious business name “DC” and that E.C. Publications, Inc.’s business mailing address is 2900 West Alameda Avenue, Burbank, CA 91505. Ex. 4 at 1, 3.

7. Attached as **Exhibit 5** hereto is a true and correct copy of E.C. Publications, Inc.’s latest Statement of Information, filed with the Office of the Secretary of State of the State of California on June 3, 2024. It states that E.C. Publications, Inc.’s principal address and mailing address is 2900 West Alameda Avenue, Burbank, CA 91505. Ex. 5 at 1. It also states that the address for E.C. Publications, Inc.’s chief executive officer, chief financial officer, and secretary is 2900 West Alameda Avenue, Burbank, CA 91505. *Id.*

8. DC Entertainment is a former assumed named of E.C. Publications, Inc. Attached as **Exhibit 6** hereto is a true and correct copy of a Certificate of Assumed Name, filed with the New York Department of State, Division of Corporations on November 24, 2009.

9. DC Comics Inc. (the immediate predecessor entity to DC Comics) filed dissolution papers with the New York Secretary of State in 1993.

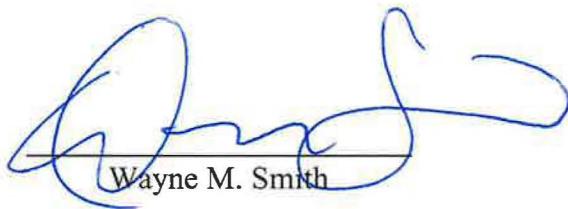
10. I have at times received notices related to probate proceedings concerning the Estate of Joseph Shuster in the Superior Court of California, County of Los Angeles (“Los Angeles Superior Court”). Attached as **Exhibit 7** hereto is a true and correct copy of a Request for Special Notice, requesting that notices be sent to me at my business address, filed in Los Angeles Superior Court on February 9, 2011.

11. Attached as **Exhibit 8** hereto is a true and correct copy of Mark Warren Peary’s Petition for Probate of Lost Will and for Letters Testamentary and Authorization to Administer Under the Independent Administration of Estates Act with Limited Authority, filed by Mr. Peary in Los Angeles Superior Court on July 23, 2003. It states Joseph Shuster died on July 30, 1992 in “West Los Angeles, California,” Ex. 8 ¶ 3.a., and that Mr. Shuster’s residence at time of death was “11944 Montana Avenue #305, West Los Angeles, County of Los Angeles, California 90049,” *id.* ¶ 3.b.

12. Attached as **Exhibit 9** hereto is a true and correct copy of an Order Admitting Will to Probate, Appointing Executor and Authorizing Independent Administration of Estate with Limited Authority, filed in Los Angeles Superior Court on October 7, 2003. The Court found that Mr. Shuster “died on July 30, 1992, a resident of the County of Los Angeles, State of California.” Ex. 9 at 2.

I declare, under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: March 5, 2025
Burbank, California



Wayne M. Smith